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13 FORTRESS INVESTMENT GROUP LLC,  
FORTRESS CREDIT CO. LLC,  
14 VLSI TECHNOLOGY LLC

15 Additional counsel listed on signature page

17 **UNITED STATES DISTRICT COURT**

18 **NORTHERN DISTRICT OF CALIFORNIA**

19 INTEL CORPORATION and APPLE INC.,

20 Plaintiffs,

21 v.

22 FORTRESS INVESTMENT GROUP LLC,  
FORTRESS CREDIT CO. LLC, UNILOC  
23 2017 LLC, UNILOC USA, INC., UNILOC  
LUXEMBOURG S.A.R.L., VLSI  
24 TECHNOLOGY LLC, INVT SPE LLC,  
INVENTERGY GLOBAL, INC., and IXI IP,  
25 LLC,

26 Defendants.

Case No. 3:19-cv-07651-EMC

**DEFENDANTS' ADMINISTRATIVE  
MOTION TO SEAL THE COURT'S  
ORDER GRANTING IN PART AND  
DENYING IN PART DEFENDANTS'  
JOINT MOTION TO DISMISS AND TO  
STRIKE PLAINTIFFS' SECOND  
AMENDED COMPLAINT**

Hon. Edward M. Chen

Pursuant to Civil Local Rules 7-11 and 79-5, and in response to the Court's Order instructing the parties to determine which portions of the Order Granting in Part and Denying in Part Defendants' Joint Motion to Dismiss and to Strike Plaintiffs' Second Amended Complaint (Dkt. No. 285, herein "Order") need to be sealed, Defendants Fortress Investment Group LLC, Fortress Credit Co. LLC, and VLSI Technology LLC (collectively, "Defendants") submit this administrative motion ("Administrative Motion") to seal limited portions of the Order.

As set forth in the Declaration of Olivia Weber in support of the Administrative Motion, the discrete portions of the Order that Defendants request to be sealed discuss or quote information contained in Defendants' Joint Motion to Dismiss and to Strike Plaintiffs' Second Amended Complaint ("Motion to Dismiss") that the Court recently sealed. Dkt. No. 275 (sealing Motion to Dismiss pages 20:22-21:4, 25:13-19). These portions also discuss or quote the same or closely-related information contained in the Second Amended Complaint ("SAC") that the Court already sealed. Dkt. No. 238 (sealing SAC ¶¶ 77, 274). Specifically, this information includes the following:

- Information relating to Defendant VLSI Technology LLC's ("VLSI") patent purchase and cooperation agreement and amendment (collectively, "PPCA") with NXP B.V. Order at 12:27, 13 n.6; Weber Decl. ¶¶ 4-5; *see also* Dkt. No. 275 (sealing Motion to Dismiss pages 20:22-21:4, 25:13-19), Dkt. No. 238 (sealing SAC ¶ 77).
- Information concerning damages assessments made by VLSI and Plaintiff Intel Corporation ("Intel") in *VLSI Technology LLC v. Intel Corporation*, 1:18-cv-00966-CFC-CJB (D. Del.). Order at 12:28-13:1, 13:12, 13:14-16; Weber Decl. ¶¶ 6-7; *see also* Dkt. No. 275 (sealing Motion to Dismiss pages 20:22-25 and 25:13-19); Dkt. No. 238 (sealing SAC ¶ 274).

This information constitutes the proprietary and highly-confidential business information of VLSI and other non-parties. Specifically, this information includes sensitive and highly-confidential patent purchase terms from the PPCA as well as damages assessments. *See, e.g., In re Elec. Arts, Inc.*, 298 Fed. Appx. 568, 569 (9th Cir. 2008) (ordering sealing where documents

1 could be used “as sources of business information that might harm a litigant’s competitive  
 2 standing”); *In re Koninklijke Philips Pat. Litig.*, No. 18-CV-01885-HSG, 2020 WL 1865294, at  
 3 \*1 (N.D. Cal. Apr. 13, 2020) (recognizing that “‘confidential business information’ in the form of  
 4 ‘license agreements, financial terms, details of confidential licensing negotiations, and business  
 5 strategies’” are compelling reasons to warrant sealing). The terms contained in the PPCA action  
 6 and damages assessments from the Delaware action reflect, *inter alia*, confidential financial terms,  
 7 trade secrets, and business strategies. These terms also reflect confidential patent valuations, and  
 8 their disclosure could prejudice VLSI in future licensing negotiations. Weber Decl. ¶ 7.

9 For the foregoing reasons, Defendants respectfully move to file under seal portions of the  
 10 Order.

11  
 12 Dated: October 5, 2021

Respectfully submitted,

13 IRELL & MANELLA LLP

14  
 15 By: /s/ A. Matthew Ashley

16 A. Matthew Ashley  
 17 Counsel for Defendants  
 18 FORTRESS INVESTMENT GROUP LLC,  
 19 FORTRESS CREDIT CO. LLC,  
 20 VLSI TECHNOLOGY LLC  
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**ECF ATTESTATION**

I, Lucas S. Oxenford, am the ECF user whose ID and password are being used to file DEFENDANTS' ADMINISTRATIVE MOTION TO SEAL THE COURT'S ORDER GRANTING IN PART AND DENYING IN PART DEFENDANTS' JOINT MOTION TO DISMISS AND TO STRIKE PLAINTIFFS' SECOND AMENDED COMPLAINT. I hereby attest that I received authorization to insert the signatures indicated by a conformed signature (/s/) within this e-filed document.

By: /s/ Lucas S. Oxenford  
Lucas S. Oxenford

**CERTIFICATE OF SERVICE**

On this 5th day of October 2021, I hereby certify that I caused the document entitled Defendants' Administrative Motion To Seal The Court's Order Granting In Part and Denying In Part Defendants' Joint Motion To Dismiss And To Strike Plaintiffs' Second Amended Complaint, along with the Declaration of Olivia Weber in support of Defendants' Administrative Motion to Seal, to be filed via the Court's CM/ECF system, which shall send notice to the counsel of record for the parties.

Dated: October 5, 2021

Respectfully submitted,

IRELL & MANELLA LLP

By: /s/ Lucas S. Oxenford

Lucas S. Oxenford  
Counsel for Defendants  
FORTRESS INVESTMENT GROUP LLC,  
FORTRESS CREDIT CO. LLC,  
VLSI TECHNOLOGY LLC